

Filing and License Fee: \$310.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

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SECRETARY OF STATE
CORPORATIONS DIV
2014 FEB 13 AM 10:27

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is The Segal Company (Midwest), Inc.
2. It is incorporated under the laws of Illinois
3. The name, if different, which it elects to use in Rhode Island is:
(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 01/02/1963 and the period of its duration is perpetual
5. The address of its principal office is 333 West 34th Street, New York, NY 10001-2402
6. The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard, Suite 200
(Street Address, not P.O. Box)
Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island is
(City/Town) (Zip Code)
that address is Corporation Service Company
(Name of Agent)
7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Insurance business
8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>See Attached</u>	
Director		
Director		
Director		

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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>See Attached</u>	
Vice President		
Treasurer		
Secretary		

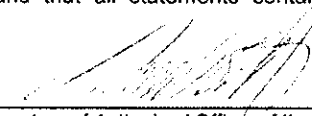
9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>100</u>	<u>Common</u>		<u>0.00</u>

10. (a) \$ 1,145,339 = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.
- (b) \$ None = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.
- (c) None % = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. {divide (b) by (a) and multiply by 100 to obtain the percentage}
11. (a) \$ 37,000,000 = An estimate of the gross amount of business to be transacted by the corporation during the following year.
- (b) \$ None = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.
- (c) None % = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. {divide (b) by (a) and multiply by 100 to obtain the percentage}
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: February 12, 2014



Signature of Authorized Officer of the Corporation

Ricardo M. DiBartolo

Type or Print Name of Authorized Officer

THE SEGAL COMPANY (MIDWEST), INC..

Effective June 4, 2012 through 2013 Annual Meeting

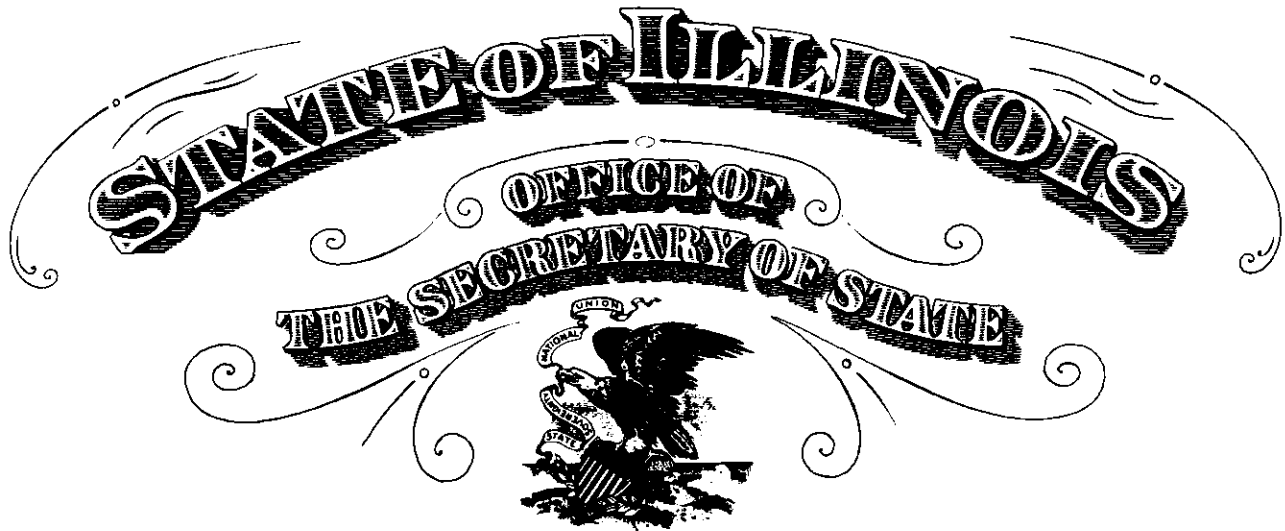
OFFICERS

<u>Name</u>	<u>Office</u>	<u>Address</u>
Howard Fluhr	Chairman	333 West 34 th St., New York, NY 10001
Joseph A. LoCicero	President and Chief Executive Officer	333 West 34 th St., New York, NY 10001
J. Tim Biddle	Vice Chairman	333 West 34 th St., New York, NY 10001
Ricardo M. DiBartolo	SVP, Treasurer and CFO	333 West 34 th St., New York, NY 10001
Margery Sinder Friedman	SVP, General Counsel and Secretary	333 West 34 th St., New York, NY 10001

DIRECTORS

Joseph A. LoCicero	Director	333 West 34 th St., New York, NY 10001
Howard Fluhr	Director	333 West 34 th St., New York, NY 10001
Eugene Keilin	Director	200 Park Ave., New York, NY 10016
Merril Delon	Director	140 Thompson St., #5E, New York, NY 10012
J. Tim Biddle	Director	120 Montgomery St., Ste. 500, San Francisco, CA 94104
John DeMairo	Director	333 West 34 th St., New York, NY 10001
Ann Gineo	Director	30 Waterside Dr., Ste. 300, Farmington, CT 06032
Andrew Sherman	Director	116 Huntington Ave., 8 th Fl., Boston, MA 02116
John Flynn	Director	30 Waterside Dr., Ste. 300, Farmington, CT 06032
David Blumenstein	Director	1920 N Street, NW, Ste. 400, Washington, DC 20036
Myrna Hellerman	Director	101 N. Wacker Dr., Ste. 400, Chicago, IL 60606

File Number 4268-186-5



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

THE SEGAL COMPANY (MIDWEST), INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON JANUARY 02, 1963, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.



Authentication #: 1404301874

Authenticate at: <http://www.cyberdriveillinois.com>

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 12TH day of FEBRUARY A.D. 2014 .

Jesse White

SECRETARY OF STATE



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

